

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Jacqueline Marcus

Attorneys for Debtors and
Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
-----X	

**DEBTORS–APPELLEES’ STATEMENT OF ISSUES PRESENTED ON
APPEAL OF WILLIAM KUNTZ AND COUNTER–DESIGNATION OF
ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL**

Appellees, Lehman Commercial Paper Inc. (“LCPI”) and its affiliated chapter 11 debtors (collectively, the “Debtors”) in the above-referenced chapter 11 cases, hereby designate, pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the following statement of issues presented on appeal and additional items to be included in the record on appeal in addition to items designated by appellant, William Kuntz, III (“Appellant”).¹

¹ Appellant’s motion to enlarge time for filing a notice of appeal, filed October 27, 2009 [Docket No. 5718], notice of appeal, filed November 16, 2009 [Docket No. 5853], and statement of issues on appeal and designation of items to be included in the record on appeal (the “Statement of Issues and Designation”), filed December 1, 2009 [Docket No. 6017], were untimely filed pursuant to Bankruptcy Rules 8002(c), 8002(a) and 8006, respectively. The Debtors have filed this Statement of Issues and Counter-designation of Additional Items to be Included in the Record on Appeal out of an abundance of caution and reserve all of their rights with respect to the procedural deficiencies created by Appellant’s failure to timely file the motion to enlarge time for filing a notice of appeal, notice of appeal and the Statement of Issues and Designation.

STATEMENT OF ISSUES ON APPEAL

1. Did the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) properly grant, in its discretion, LCPI’s motion pursuant to section 363 of title 11 of the United States Code and Bankruptcy Rule 6004 for authorization to purchase a participation in the loan known as FairPoint Communications Term Loan A from Variable Funding Trust 2008-1?

COUNTER-DESIGNATION OF RECORD

Designation Number	Date of Filing	Docket Number	Description
1	3/2/2009	2978	Debtors’ Motion for Entry of an Order Pursuant to Sections 105 and 363 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 9019 Authorizing Lehman Commercial Paper Inc. to Settle Dispute with the Metropolitan Life Insurance Company
2	3/3/2009	2980	Affidavit of Service of Debtors’ Motion for Entry of an Order Pursuant to Sections 105 and 363 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 9019 Authorizing Lehman Commercial Paper Inc. to Settle Dispute with the Metropolitan Life Insurance Company
3	4/6/2009	3278	Notice of Adjournment of Hearing of Debtors Motion for Entry of an Order Pursuant to Sections 105 and 363 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 9019 Authorizing Lehman Commercial Paper Inc. to Settle Dispute with The Metropolitan Life Insurance Company
4	4/7/2009	3302	Affidavit of Service of Notice of Adjournment of Hearing of Debtors Motion for Entry of an Order Pursuant to Sections 105 and 363 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 9019 Authorizing Lehman Commercial Paper Inc. to Settle Dispute with The Metropolitan Life Insurance Company
5	5/12/2009	3553	Notice of Agenda of Matters Scheduled for Hearing on May 13, 2009 at 10:00 a.m.
6	5/13/2009	3555	Notice of Amended Agenda of Matters Scheduled for Hearing on May 13, 2009 at 10:00 a.m.
7	5/13/2009	3556	Affidavit of Service of Notice of Agenda of Matters Scheduled for Hearing on May 13, 2009 at 10:00 a.m.
8	5/18/2009	3590	Affidavit of Service of Notice of Amended Agenda of Matters Scheduled for Hearing on May 13, 2009 at 10:00 a.m.

Designation Number	Date of Filing	Docket Number	Description
9	5/13/2009	3558	Order Signed on 5/13/2009 Authorizing Lehman Commercial Paper Inc. to Settle Dispute with the Metropolitan Life Insurance Company.
10	9/17/2009	5199	Motion of Lehman Commercial Paper Inc. Pursuant to Section 363 of the Bankruptcy Code and Bankruptcy Rule 6004 for Authorization to Purchase Fairpoint Participation
11	9/18/2009	5223	Affidavit of Service of Motion of Lehman Commercial Paper Inc. Pursuant to Section 363 of the Bankruptcy Code and Bankruptcy Rule 6004 for Authorization to Purchase Fairpoint Participation
12	10/2/2009	5333	Objection of William Kuntz, III to Fairpoint & Suncal Proposed Adventures by Lehman Commercial Paper
13	10/6/2009	5357	Statement of Ad Hoc Group of Lehman Brothers Creditors in Support of Motion of Lehman Commercial Paper Inc. Pursuant to Section 363 of The Bankruptcy Code and Bankruptcy Rule 6004 for Authorization to Purchase Fairpoint Participation
14	10/7/2009	5385	Affidavit of Service of Statement of Ad Hoc Group of Lehman Brothers Creditors in Support of Motion of Lehman Commercial Paper Inc. Pursuant to Section 363 of The Bankruptcy Code and Bankruptcy Rule 6004 for Authorization to Purchase Fairpoint Participation
15	10/13/2009	5458	Notice of Agenda of Matters Scheduled for Hearing on October 14, 2009 at 10:00 a.m.
16	10/14/2009	5484	Affidavit of Service of Notice of Agenda of Matters Scheduled for Hearing on October 14, 2009 at 10:00 a.m.
17	10/14/2009	5495	Notice of Filing of Amendment of Transaction Documents in Connection with the Settlement Between Lehman Commercial Paper Inc. and The Metropolitan Life Insurance Company
18	10/16/2009	5554	Affidavit of Service of Notice of Filing of Amendment of Transaction Documents in Connection with the Settlement Between Lehman Commercial Paper Inc. and The Metropolitan Life Insurance Company
19	10/16/2009	5551	Order Authorizing Lehman Commercial Paper Inc. to Purchase Fairpoint Participation
20	10/19/2009	5558	Transcript of Hearing Held on October 14, 2009 at 10:04 AM
21	10/27/2009	5718	Motion to Extend Time to Appeal filed by William Kuntz
22	11/16/2008	5853	Notice of Appeal filed by William Kuntz
23	12/1/2009	6017	Designation of Contents and Statement of Issues on Appeal, filed by William Kuntz

Dated: December 11, 2009
New York, New York

/s/ Jacqueline Marcus
Jacqueline Marcus

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Debtors and
Debtors in Possession